

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

THE APPLICATION OF MO-TEL CELLULAR, INC.,)	
A GEORGIA CORPORATION D/B/A CELLULAR ONE)	
WESTERN KENTUCKY CELLULAR TELEPHONE)	
COMPANY, AND D/B/A WESTERN KENTUCKY)	
CELLULAR TELEPHONE COMPANY FOR THE)	
ISSUANCE OF A CERTIFICATE OF PUBLIC)	
CONVENIENCE AND NECESSITY TO PROVIDE)	CASE NO. 91-290
DOMESTIC PUBLIC CELLULAR RADIO)	
TELECOMMUNICATIONS SERVICE TO THE PUBLIC)	
IN THE KENTUCKY RURAL SERVICE AREA WHICH)	
INCLUDES COUNTIES IN KENTUCKY, FOR)	
APPROVAL OF FINANCING, AND FOR)	
ESTABLISHMENT OF INITIAL RATES)	

O R D E R

On August 14, 1991, Mo-Tel Cellular, Inc. ("Mo-Tel") filed an application seeking a Certificate of Public Convenience and Necessity to provide domestic public cellular radio telecommunications service in Rural Service Area #2 ("RSA #2") and for approval of financing and establishment of initial rates. RSA #2 includes Caldwell, Crittenden, Hopkins, Livingston, Lyon, Trigg, Union, and Webster counties in Kentucky.

On September 23, 1991, the Commission ordered Mo-Tel to file additional information. Mo-Tel responded with supplements and amendments to its application on September 23 and October 7, 1991.

In its original application, Mo-Tel intended to lease a portion of a self-supporting tower to be constructed on behalf of, and owned by, Kentucky Data Link, Inc. ("KDL") in Madisonville, Kentucky. Due to questions raised by property owners and/or

residents within 500 feet of the proposed KDL tower and issues relating to the Commission's jurisdiction over KDL, Mo-Tel, rather than await a resolution of the Commission's concerns, selected a temporary alternate cell site. Mo-Tel, in the second supplement to the application filed October 7, 1991, proposes to install an antenna on an existing 275 foot guyed tower located at 721 Princeton Pike, Madisonville, Kentucky. The tower is owned by Life Anew Ministries, Inc., a Kentucky nonprofit corporation, with which Mo-Tel is currently negotiating a lease. Mo-Tel should notify the Commission prior to relocating the proposed temporary cell site to the location described in the original application.

Financing to construct and equip the proposed cellular system as well as funds for the operation of the system will be obtained from NovAtel Finance, Inc. ("NovAtel Finance"), a wholly owned subsidiary of NovAtel Communications Ltd. ("NovAtel"), a Canadian company. NovAtel Finance's proceeds will be in the form of a \$3,580,745 line of credit to be used to purchase equipment and services supplied by NovAtel Communications, Inc., also a wholly owned subsidiary of NovAtel. As security for financing of Mo-Tel's cellular system, NovAtel Finance will have first and prior security interest in all of the assets of the system and in all of Stephen F. Johnston's ownership interest in Mo-Tel. The Commission finds that the proposed financing is for a lawful object within the corporate purpose of Mo-Tel, is consistent with the proper performance by Mo-Tel of its service to the public and will not impair its ability to perform that service, and is reasonably necessary and appropriate for such purpose.

The application further seeks approval of initial rates and tariffs. Based on review of the record, the Commission finds that the rates and tariffs should be approved.

The Commission, having considered the evidence of record and being otherwise sufficiently advised, HEREBY ORDERS that:

1. Mo-Tel be and it hereby is granted a Certificate of Public Convenience and Necessity to operate a cellular telecommunications system in RSA #2 of the Commonwealth of Kentucky.

2. Mo-Tel be and it hereby is granted authority to locate a cell site on an existing 275 foot guyed tower at 721 Princeton Pike, Madisonville, Kentucky. Mo-Tel shall provide, as soon as it is available, a copy of the negotiated lease with Life Anew Ministries.

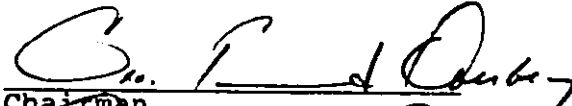
3. Mo-Tel be and it hereby is granted authority to obtain financing for the proposed cellular system in the form of a \$3,580,475 line of credit from NovAtel Financing in accordance with the terms specified in the application.


4. Mo-Tel's proposed rates and tariffs be and they hereby are approved.

5. Within 30 days from the date of this Order, Mo-Tel shall file its tariff in accordance with 807 KAR 5:011.

Done at Frankfort, Kentucky, this 4th day of November, 1991.

PUBLIC SERVICE COMMISSION


Chairman


Vice Chairman

Commissioner

ATTEST:


Executive Director